

Bl (Official Form 1)(4/10)

United States Bankruptcy Court Southern District of New York		Voluntary Petition																														
Name of Debtor (if individual, enter Last, First, Middle): Ener1, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):																														
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																														
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 59-2479377		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)																														
Street Address of Debtor (No. and Street, City, and State): 1540 Broadway Suite 40D New York, NY <div style="text-align: right; margin-top: 5px;"> ZIP Code 10036 </div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>																														
County of Residence or of the Principal Place of Business: New York		County of Residence or of the Principal Place of Business:																														
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;"> ZIP Code </div>																														
Location of Principal Assets of Business Debtor (if different from street address above):																																
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																														
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input checked="" type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																														
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. Estimated Number of Creditors <table style="width: 100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table> Estimated Assets <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input checked="" type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table> Estimated Liabilities <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input checked="" type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>		<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input checked="" type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input checked="" type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	THIS SPACE IS FOR COURT USE ONLY
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Page 2

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Ener1, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

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Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Ener1, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X  _____
Signature of Attorney for Debtor(s)

Michael J. Venditto

Printed Name of Attorney for Debtor(s)

Reed Smith LLP

Firm Name

**599 Lexington Ave
New York, NY 10022**

Address

Email: mvenditto@reedsmith.com

212-521-5400 Fax: 212-521-5450

Telephone Number

January 26, 2012

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X  _____
Signature of Authorized Individual

Alex Sorokin

Printed Name of Authorized Individual

Interim Chief Executive Officer

Title of Authorized Individual

January 26 2012

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

B 1A (Official Form 1, Exhibit A) (9/97)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
Southern District of New York**

In re **Ener1, Inc.**

Debtor(s)

Case No.
Chapter

11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is
001-34050.

2. The following financial data is the latest available information and refers to the debtor's condition on **1/25/12**.

a. Total assets \$ **73,900,000.00**

b. Total debts (including debts listed in 2.c., below) \$ **90,538,529.00**

c. Debt securities held by more than 500 holders:

Approximate
number of
holders:

secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>

d. Number of shares of preferred stock **0** **0**

e. Number of shares common stock **186,903,788** **356**

Comments, if any:

Current as of 12/31/11

3. Brief description of Debtor's business:

Ener1 is a holding company for several foreign and domestic subsidiaries, including non-Debtor subsidiaries and a joint venture, that are engaged in the research, development and production of rechargeable batteries and battery packs.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

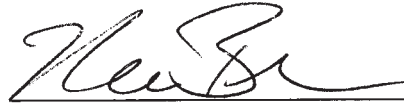
**Ener1 Group, Inc.
Bzinfon, S.A.
Green LLC**

SECRETARY'S CERTIFICATE

I, Nicholas Brunero, being the duly elected Secretary of Ener1, Inc., a Florida corporation (the "Company"), does hereby certify that:

Attached hereto as Exhibit A is a true and correct copy of resolutions adopted by the Board of Directors of the Company at a meeting duly called and held on January 17, 2012, by telephone conference call, and such resolutions have not been altered, amended or repealed and are in full force and effect on and as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand on this 26th day of January, 2012.

A handwritten signature in black ink, appearing to read 'Nick Brunero', written over a horizontal line.

Name: Nicholas Brunero

Title: Secretary

EXHIBIT A
RESOLUTIONS OF
THE BOARD OF DIRECTORS
OF
ENER1, INC.

The Board of Directors (the "Board") of Ener1, Inc., a Florida corporation (the "Company") hereby unanimously consent to the adoption of the following resolutions taking or authorizing the actions specified:

RESOLVED, that the Company enter into the Restructuring, Lockup and Plan Support Agreement ("Restructuring Agreement") by and among the Company, the holders of all of the Company's outstanding 8.25% senior unsecured notes, ITOCHU Corporation, an affiliate of Greg Kasagawa, who is a director of the Company, and Bzinfin S.A., ("Bzinfin"), an affiliate of Boris Zingaravich who is a director of the Company which provides for a consensual financial restructuring of the debt and equity of the Company on the terms and conditions set forth in the Prepackaged Plan of Reorganization under Chapter 11 of the Bankruptcy Code (the "Restructuring") and each of the other documents, agreements and court filings to be executed and/or delivered by the Company pursuant to the Reorganization (the "Restructuring Documents"), and that Alex Sorokin as Interim Chief Executive Officer and the other officers of the Company be, and each of them hereby is, individually authorized, directed and empowered to execute and deliver the Restructuring Agreement and other of the Restructuring Documents to be executed and/or delivered by the Company, in the name, and on behalf, of the Company, in substantially the forms presented to the Board but with such changes, modifications and amendments to such forms as any such proper officer shall approve, the execution thereof by any such proper officer to be conclusive evidence of such approval; and, it is

FURTHER RESOLVED, that the filing by the Company of a petition for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York is hereby authorized; and, it is

FURTHER RESOLVED, that the Company is hereby authorized to execute a petition for relief under Chapter 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York; and, it is

FURTHER RESOLVED, that Alex Sorokin as Interim Chief Executive Officer or any other officer of the Company is hereby authorized and directed to execute and file on behalf of the Company a petition for relief under Chapter 11 of the

United States Code in the United States Bankruptcy Court for the Southern District of New York; and, it is

FURTHER RESOLVED, that upon the filing of the Company's petition for relief under Chapter 11, the Company shall promptly seek confirmation of its Prepackaged Plan of Reorganization under Chapter 11 of the Bankruptcy Code; and, it is

FURTHER RESOLVED, that the Company is authorized and directed to retain the law firm of Reed Smith LLP, as bankruptcy counsel to the Company, to render legal services to, and to represent, the Company in connection with such proceeding and other related matters in connection with the Company's case under Chapter 11 of the Bankruptcy Code; and, it is

FURTHER RESOLVED, that the Company is authorized and directed to retain the firm of Houlihan Lokey Capital as financial advisor to the Company, to render financial advisory services to the Company in connection with the Company's case under Chapter 11 of the Bankruptcy Code and other related matters in connection therewith; and, it is

FURTHER RESOLVED, that Alex Sorokin as Interim Chief Executive Officer or any other officer of the Company are hereby authorized and directed to take any and all such further action, to retain any other professionals in connection with the Company's case under Chapter 11 of the Bankruptcy Code and to execute and deliver any and all such further instruments and documents and to pay all such expenses, in each case as his judgment shall be necessary or desirable in order fully to carry out the intent and accomplish the purpose of the resolutions adopted herein; and, it is

FURTHER RESOLVED, that it is necessary for the Company to obtain sufficient funds to enable the Company to continue its operations during the Company's case under Chapter 11 of the Bankruptcy Code and pay the expenses, costs and obligation to be incurred in connection therewith and the Company having determined that the required levels of funding can only be obtained by borrowing that will be secured by pledging certain of the Company's assets as security for the repayment obligations incurred by the Company; and, it is

FURTHER RESOLVED, that, whereas Bzinfin S.A. ("Bzinfin"), an affiliate of certain shareholders of the Company, is willing to provide the required financing on the terms set forth in a proposed Debtor In Possession Loan Agreement ("Loan Agreement") to be entered into by and among the Company, as Borrower, and Bzinfin, as Lender and agent, in the form presented to the Board, therefore, the Company is authorized and directed to enter into the Loan Agreement, seek approval of the terms of the Loan Agreement from the Bankruptcy Court, and upon such approval to borrow from Bzinfin in accordance with the terms set forth in the Loan Agreement; and, it is

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by Alex Sorokin as Interim Chief Executive Officer or any officer or director of the Company, other than Boris Zingarevich or Greg Kasagawa, in connection with the reorganization of the Company or any matter related thereto, or by virtue of these resolutions are hereby in all respects ratified, confirmed and approved.

**United States Bankruptcy Court
Southern District of New York**

In re **Ener1, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Ener1, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**ENER1 GROUP INC
1751 W. Cypress Creek Road
Fort Lauderdale, FL 33309**

☐ None [Check if applicable]

January 26, 2012

Date



Michael J. Venditto

Signature of Attorney or Litigant

Counsel for **Ener1, Inc.**

Reed Smith LLP

699 Lexington Ave

New York, NY 10022

212-521-5400 Fax:212-521-5450

mvenditto@reedsmith.com

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Southern District of New York**In re **Ener1, Inc.**

Debtor(s)

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Charles Gassenheimer 12 Rolling Drive Glen Head, NY 11545	Charles Gassenheimer 12 Rolling Drive Glen Head, NY 11545	Employment Agreement	Contingent Unliquidated Disputed	1.00
Credit Suisse Securities (USA) LLC c/o Ted Michaels Eleven Madison Avenue New York, NY 10010-3629	Credit Suisse Securities (USA) LLC c/o Ted Michaels Eleven Madison Avenue New York, NY 10010-3629	Engagement Agreement	Contingent Unliquidated Disputed	1.00
Florida Department of Revenue 5050 West Tennessee St Tallahassee, FL 32399-0100	Florida Department of Revenue 5050 West Tennessee St Tallahassee, FL 32399-0100		Contingent Unliquidated Disputed	1.00
Goldman Sachs Palmetto State Credit Fund c/o Goldman Sachs Asset Management, L.P. Attn: Thomas Secor 200 West Street New York, NY 10282	Goldman Sachs Palmetto State Credit Fund c/o Goldman Sachs Asset Management, L.P. Attn: Thomas Secor New York, NY 10282	Senior Notes		5,639,798.00
Indiana Department of Revenue 100 North Senate Ave Room N248 Indianapolis, IN 46204	Indiana Department of Revenue 100 North Senate Ave Room N248 Indianapolis, IN 46204		Contingent Unliquidated Disputed	1.00
Internal Revenue Service Centralized Insolvency Operations PO Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service Centralized Insolvency Operations PO Box 7346 Philadelphia, PA 19101-7346		Contingent Unliquidated Disputed	1.00
Itochu Corporation, Tokvu Section Attn: Hiroaki Murase; Kunihiro Kawakati 5-1, Kita-Aoyama 2-Chome, Minato-Ku Tokyo, 107-8077 Japan	Itochu Corporation, Tokvu Section Attn: Hiroaki Murase; Kunihiro Kawakati 5-1, Kita-Aoyama 2-Chome, Tokyo, 107-8077 Japan	Senior Convertible Notes		10,253,336.00

B4 (Official Form 4) (12/07) - Cont.

In re **Ener1, Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Liberty Harbor Special Investments, LLC c/o Goldman Sachs Asset Management, L.P. Attn: Thomas Secor 200 West Street New York, NY 10282	Liberty Harbor Special Investments, LLC c/o Goldman Sachs Asset Management, L.P. Attn: Thomas Secor New York, NY 10282	Senior Notes		39,477,738.00
NYC Department of Finance 345 Adams Street, 3rd Fl Attn: Legal Affairs Brooklyn, NY 12201	NYC Department of Finance 345 Adams Street, 3rd Fl Attn: Legal Affairs Brooklyn, NY 12201		Contingent Unliquidated Disputed	1.00
NYS Department of Taxation and Finance Bankruptcy/Special Procedures SectionBui PO Box 5300 Albany, NY 12205-0330	NYS Department of Taxation and Finance Bankruptcy/Special Procedures SectionBui PO Box 5300 Albany, NY 12205-0330		Contingent Unliquidated Disputed	1.00
Pandora Select Partners, L.P. c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling 3033 Excelsior Boulevard, Suite 300 Minneapolis, MN 55416	Pandora Select Partners, L.P. c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling Minneapolis, MN 55416	Senior Notes		2,824,949.00
Relational, LLC 3701 Algonquin Road Suite 600 Rolling Meadow, IL 60008	Relational, LLC 3701 Algonquin Road Suite 600 Rolling Meadow, IL 60008	Equipment Lease		1.00
Universal Tool & Engineering Company, In Attn: Jane A. Grummann 11684 Horizon Court Fishers, IN 46038	Universal Tool & Engineering Company, In Attn: Jane A. Grummann 11684 Horizon Court Fishers, IN 46038	Non-Residential Real Property Lease		1.00
Whitebox Concentrated Convertible Arbitr c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling 3033 Excelsior Boulevard, Suite 300 Minneapolis, MN 55416	Whitebox Concentrated Convertible Arbitr c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling Minneapolis, MN 55416	Senior Notes		3,406,564.00

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24 (Official Form 4) (12/07) - Cont.
In re **Ener1, Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Whitebox Creditors Arbitrage Partners, L c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling 3033 Excelsior Boulevard, Suite 300 Minneapolis, MN 55416	Whitebox Creditors Arbitrage Partners, L c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling Minneapolis, MN 55416	Senior Notes		2,259,065.00
Whitebox Multi Strategy Partners, L.P. c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling 3033 Excelsior Boulevard, Suite 300 Minneapolis, MN 55416	Whitebox Multi Strategy Partners, L.P. c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling Minneapolis, MN 55416	Senior Notes		7,328,242.00
Whitebox Special Opportunities Fund LP, c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling 3033 Excelsior Boulevard, Suite 300 Minneapolis, MN 55416	Whitebox Special Opportunities Fund LP, c/o Whitebox Advisors LLC Attn: Dan Philp; Mark Streffling Minneapolis, MN 55416	Senior Notes		1,129,879.00

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Interim Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date January 26, 2012

Signature _____

Alex Sorokin
Interim Chief Executive Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both, 18 U.S.C. §§ 152 and 3571.